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Liquidating Trust*

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*Counsel to the Circuit City Stores, Inc.  
Liquidating Trust*

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE EASTERN DISTRICT OF VIRGINIA  
RICHMOND DIVISION

-----X	
In re:	: Chapter 11
	:
CIRCUIT CITY STORES, INC., <u>et al.</u> ,	: Case No. 08-35653 (KRH)
	:
Debtors.	:
	: Jointly Administered
-----X	

**TWELFTH ORDER REGARDING LIQUIDATING TRUST'S TWENTY-FIRST  
OMNIBUS OBJECTION TO LANDLORD CLAIMS (REDUCTION OF CERTAIN  
PARTIALLY INVALID CLAIMS, RECLASSIFICATION OF CERTAIN  
MISCLASSIFIED CLAIMS, DISALLOWANCE OF CERTAIN INVALID  
CLAIMS, DISALLOWANCE OF CERTAIN LATE-FILED CLAIMS, AND  
DISALLOWANCE OF CERTAIN AMENDED CLAIMS)**

THIS MATTER having come before the Court<sup>1</sup> on the Liquidating Trust's Twenty-First Omnibus Objection to Landlord Claims (Reduction of Certain Partially Invalid Claims, Reclassification of Certain Misclassified Claims, Disallowance of Certain Invalid Claims, Disallowance of Certain of Late Filed Claims, and Disallowance of Certain Amended Claims) (the "Objection"), which requested, among other things, that the claims specifically identified on Exhibit C through Exhibit G attached to the Objection be reduced or disallowed for those reasons set forth in the Objection; and it appearing that due and proper notice and service of the Objection as set forth therein was good and sufficient and that no other further notice or service of the Objection need be given; and it appearing that the relief requested on the Objection is in the best interest of the Liquidating Trust, the Debtors' estates and creditors and other parties-in-interest; and after due deliberation thereon good and sufficient cause exists for the granting of the relief as set forth herein,

IT IS HEREBY ORDERED ADJUDGED AND DECREED THAT:

1. The relief sought in the Objection is granted with respect to the Claims set forth on Exhibit A attached hereto.
2. The Court will conduct a further status conference on June 6, 2013 at 2:00 p.m. for all Claims identified on Exhibit B attached hereto.
3. The Liquidating Trust's rights to object to any claim including (without limitation) the Claims subject to the Objection, on any grounds that applicable law permits, are not waived and are expressly reserved.
4. The Liquidating Trust shall serve a copy of this Order on the

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<sup>1</sup> Capitalized terms not otherwise defined herein shall have the meanings ascribed to them in the Objection.

claimants included on the exhibits to this Order on or before five (5) business days from the entry of this Order.

5. This Court shall retain jurisdiction to hear and determine all matters arising from or relating to this Order.

Dated: Richmond, Virginia  
\_\_\_\_\_, 2013

\_\_\_\_\_  
HONORABLE KEVIN R. HUENNEKENS  
UNITED STATES BANKRUPTCY JUDGE

WE ASK FOR THIS:

TAVENNER & BERAN, PLC

/s/ Lynn L. Tavenner  
Lynn L. Tavenner (VA Bar No. 30083)  
Paula S. Beran (VA Bar No. 34679)  
20 North Eighth Street, 2<sup>nd</sup> Floor  
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Liquidating Trust*

**CERTIFICATION OF ENDORSEMENT UNDER LOCAL RULE 9022-1(C)**

Pursuant to Local Bankruptcy Rule 9022-1(C), I hereby certify that the foregoing proposed order has been endorsed by or served upon all necessary parties.

/s/ Lynn L. Tavenner  
Lynn L. Tavenner

In re Circuit City Stores, Inc, et al.

Case No. 08-35653 (KRH)

**EXHIBIT A -- Twelfth Order Regarding Liquidating Trust's Twenty-First Omnibus Objection**

BOOKS AND RECORDS CLAIMS TO BE EXPUNGED				
Date Filed	Claim Number		Claim Amount	Debtor
5/6/2009	12856	City of Pasadena, CA PO Box 7120 Pasadena, CA 91109	\$1,668.97 (Gen Unsecured)	Circuit City Stores, Inc.

In re Circuit City Stores, Inc., et al.  
Case No. 08-35653 (KRH)  
Liquidating Trust's Twenty-First Omnibus Objection to Landlord Claims  
**EXHIBIT B**  
**OBJECTIONS ADJOURNED TO JUNE 6, 2013**

Name & Address	Claim Number	Exhibit
502 12 86th Street LLC Attn Steven H Newman Esq Katsky Korins LLP 605 Third Ave 16th Fl New York, NY 10158	14879	Exhibit E (Books and Records Claims to be Expunged)
502 12 86th Street LLC c/o Sheila deLa Cruz & Michael P Falzone Hirschler Fleisher PC The Edgeworth Bldg 2100 E Cary St Richmond, VA 23218-0500	14292	Exhibit E (Books and Records Claims to be Expunged)
AmCap Arborland LLC Robert W Dremluk Esq Seyfarth Shaw LLP 620 Eighth Ave New York, NY 10018	12514	Exhibit C (Books and Records Claims to be Reduced)
Bank of America National Association as Successor by Merger to LaSalle Bank National Association fka LaSalle National Bank as Trustee for the Registered Hodlers of GMAC Commercial Mortgage Securities Inc Mortgage Pass Through Certificates Series 1998 C2 c/o Berkadia Commercial Mortgage LLC Geraldine Kohut 5 Park Plz Ste 400 Irvine, CA 92614	14859	Exhibit C (Books and Records Claims to be Reduced)
Benenson Columbus OH Trust c/o Niclas A Ferland Esq LeClairRyan A Professional Corporation 555 Long Wharf Dr 8th Fl New Haven, CT 06511	13614	Exhibit C (Books and Records Claims to be Reduced)
CC 223 Andover Park East Tukwila LLC Attn David J LaSota c/o Chapman and Cutler LLP 111 West Monroe St Chicago, IL 60603	13974	Exhibit C (Books and Records Claims to be Reduced)
Centro Properties Group ta Conyers Crossroads Conyers GA c/o David L Pollack Ballard Spahr Andrews & Ingersoll LLP 1735 Market St 51st Fl Philadelphia, PA 19103	12540	Exhibit C (Books and Records Claims to be Reduced)
Centro Properties Group ta Conyers Crossroads Conyers GA c/o David L Pollack Ballard Spahr Andrews & Ingersoll LLP 1735 Market St 51st Fl Philadelphia, PA 19103	12556	Exhibit C (Books and Records Claims to be Reduced)
Centro Properties Group ta Parkway Plaza Vestal NY c/o David L Pollack Ballard Spahr Andrews & Ingersoll LLP 1735 Market St 51st Fl Philadelphia, PA 19103	12580	Exhibit E (Books and Records Claims to be Expunged)
Century Plaza Development Corporation Douglas W Messner C O Sierra Pacific Properties Inc 1800 Willow Pass Ct Concord, Ca 94520	11238	Exhibit G (Claims to be Expunged)
Century Plaza Development Corporation Douglas W Messner c/o Sierra Pacific Properties Inc 1800 Willow Pass Ct Concord, CA 94520	11669	Exhibit C (Books and Records Claims to be Reduced)
Circuit Sports LP Edward L Rothberg & Melissa A Haselden Weycer Kaplan Pulaski & Zuber PC 11 E Greenway Plz Ste 1400 Houston, TX 77046	13434	Exhibit C (Books and Records Claims to be Reduced)

Name & Address	Claim Number	Exhibit
CW Investors 1997 12 by its Receiver CW Capital Asset Management LLC c/o David L Pollack Ballard Spahr Andrews & Ingersoll LLP 1735 Market St 51st Fl Philadelphia, PA 19103	12529	Exhibit C (Books and Records Claims to be Reduced)
CWCapital Asset Management LLC as Special Servicer for Bank of America NA Successor by Merger to LaSalle Bank NA as Trustee Attn Lawrence A Katz and Kristen E Burgers 8010 Towers Crescent Dr Ste 300 Vienna, VA 22182-2707	13953	Exhibit E (Books and Records Claims to be Expunged)
Eagleridge Associates c/o Ian S Landsberg 16030 Ventura Marguiles LLP Encino, CA 91436	12768	Exhibit E (Books and Records Claims to be Expunged)
Eagleridge Associates c/o Ian S Landsberg 16030 Ventura Marguiles LLP Encino, CA 91436	12769	Exhibit E (Books and Records Claims to be Expunged)
FC Richmond Associates Attn rachel M Harari Esq Forest City Ratner Companies LLC 1 Metrotech Center N Brooklyn, NY 11201	12816	Exhibit C (Books and Records Claims to be Reduced)
FC Treeco Columbia Park LLC Attn Rachel M Harari Esq Forest City Ratner Companies LLC 1 Metrotech Center N Brooklyn, Ny 11201	12802	Exhibit C (Books and Records Claims to be Reduced)
Generation H One and Two Limited Partnership Augustus C Epps Jr Esq Christian & Barton LLP 909 E Main St Ste 1200 Richmond, VA 23219	13635	Exhibit E (Books and Records Claims to be Expunged)
Hayden Meadows JV c/o Ronald T Adams Black Helterline LLP 805 SW Broadway Ste 1900 Portland, OR 97205-3359	14878	Exhibit F (Late Filed Claims)
Inland Southeast Darien LLC c/o Bert Bittourna Esq Inland Real Estate Group 2901 Butterfield Road, 3rd Floor Oak Brook, IL 60523	10024	Exhibit E (Books and Records Claims to be Expunged)
Inland Southeast Darien LLC c/o Bert Bittourna Esq Inland Real Estate Group 2901 Butterfield Road, 3rd Floor Oak Brook, IL 60523	9722	Exhibit E (Books and Records Claims to be Expunged)
Inland US Management LLC Karen C Bifferato & Kelly M Conlan Connolly Bove Lodge & Hutz LLP The Nemours Bldg 1007 N Orange St PO Box 2207 Wilmington, DE 19807	14931	Exhibit E (Books and Records Claims to be Expunged)
Inland US Management LLC Karen C Bifferato & Kelly M Conlan Connolly Bove Lodge & Hutz LLP The Nemours Bldg 1007 N Orange St PO Box 2207 Wilmington, DE 19807	14079	Exhibit G (Claims to be Expunged)
International Speedway Square Ltd Attn Kenneth B Chigges Ice Miller LLP One American Sq Ste 2900 Indianapolis, IN 46282-0200	14142	Exhibit C (Books and Records Claims to be Reduced)
Key Bank NA as Master Servicer and ORIX Capital Markets LLC as Special Servicer Gregory A Cross Esq Venable LLP 750 E Pratt St Ste 900 Baltimore, MD 21202	12420	Exhibit E (Books and Records Claims to be Expunged)

Name & Address	Claim Number	Exhibit
Kite Coral Springs LLC Attention Mark A Bogdanowicz c/o Ice Miller LLP One American Sq Ste 2900 Indianapolis, IN 46282-0200	12873	Exhibit C (Books and Records Claims to be Reduced)
Kite Coral Springs LLC Attn Kenneth B Chigges Ice Miller LLP One American Sq Ste 2900 Indianapolis, IN 46282-0200	14170	Exhibit C (Books and Records Claims to be Reduced)
Marple XYZ Associates Jeffrey Kurtzman Esq and Kathleen E Torbit Esq Klehr Harrison Harvey Branzburg & Ellers LLP 260 S Broad St Philadelphia, PA 19102	14047	Exhibit C (Books and Records Claims to be Reduced)
Montclair Plaza LLC c/o Stephen Warsh General Growth Properties Inc 110 N Wacker Dr BSC 1 26 Chicago, IL 60606-1511	4373	Exhibit E (Books and Records Claims to be Expunged)
ORIX Capital Markets LLC Lawrence A Katz and Kristen E Burgers 8010 Towers Crescent Dr Ste 300 Vienna, VA 22182-2707	14058	Exhibit E (Books and Records Claims to be Expunged)
Saugus Plaza Associates Attn James S Carr Esq Robert L LeHane Esq Kelley Drye & Warren LLP 101 Park Ave New York, NY 10178	13504	Exhibit E (Books and Records Claims to be Expunged)
Tyson's Corner Holdings LLC Macerich 203270 1467 Attn Dustin P Branch Katten Muchin Rosenman LLP 2029 Century Park E 26th Fl Los Angeles, CA 90067	14128	Exhibit E (Books and Records Claims to be Expunged)
Tyson's Corner Holdings LLC Macerich Tyson's Corner Road Shop Thomas J Leanse Esq c/o Katten Muchin Rosenman LLP 2029 Century Pk E 26th Fl Los Angeles, CA 90067	9530	Exhibit C (Books and Records Claims to be Reduced)
Tyson's Corner Holdings LLC Macerich Tyson's Corner Road Shop Thomas J Leanse Esq c/o Katten Muchin Rosenman LLP 2029 Century Pk E 26th Fl Los Angeles, CA 90067	9537	Exhibit C (Books and Records Claims to be Reduced)
Vno Tru Dale Mabry Llc Attn Mei Cheng c/o Vornado Realty Trust 210 Route 4 E Paramus, NJ 07652	8784	Exhibit C (Books and Records Claims to be Reduced)
VNO TRU Dale Mabry LLC c/o Vornado Realty Trust 210 Route 4 East Paramus, NJ 07652	13972	Exhibit C (Books and Records Claims to be Reduced)
Wayne VF LLC Vornado Realty Trust 210 Rte 4 E Paramus, NJ 07652	13920	Exhibit C (Books and Records Claims to be Reduced)
Weingarten Nostat Inc Attn James S Carr and Robert L LeHane Kelley Drye & Warren LLP 101 Park Ave New York, NY 10178	13983	Exhibit E (Books and Records Claims to be Expunged)
Wells Fargo Bank NA successor by merger to Wells Fargo Bank Minnesota NA fka Norwest Bank Minnesota NA as Trustee Peyton Inge c/o Capmark Finance Inc 700 N Pearl St Ste 2200 Dallas, TX 75201	9444	Exhibit E (Books and Records Claims to be Expunged)
WRI Lakeside Marketplace LLC James S Carr and Robert L LeHane Kelley Drye & Warren LLP 101 Park Ave New York, NY 10178	14410	Exhibit E (Books and Records Claims to be Expunged)



Name & Address	Claim Number	Exhibit
WRI Seminole Marketplace, LLC Attn James S Carr & Robert L LeHane Kelley Drye & Warren LLP 101 Park Ave New York, NY 10178	13986	Exhibit E (Books and Records Claims to be Expunged)